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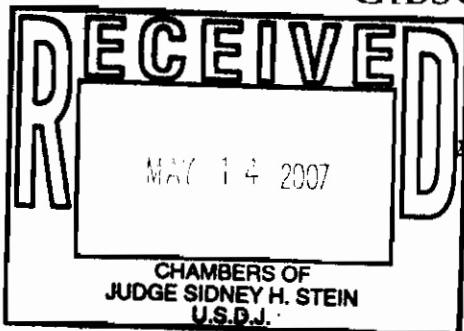
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May 14, 2007

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Client No.
T 98370-00053

VIA FACSIMILE

The Honorable Sidney H. Stein
Daniel Patrick Moynihan
United States Courthouse
500 Pearl St., Room 1010
New York, NY 10007

Re: 07 Civ. 3212: *Warner Bros. Records Inc., et al. v. AnywhereCD LLC*
07 Civ. 3167: *AnywhereCD, LLC v. Warner Bros. Records Inc., et al.*

Dear Judge Stein:

We represent Warner Brothers Records Inc. and various related entities ("Warner") in the above captioned matters and we write on behalf of all parties respectfully to request a two-week extension of the discovery deadlines which Your Honor entered in this case by Order dated April 25, 2007. The parties seek this extension so that they may devote their time and resources to potentially resolving this matter. As the parties explained to Your Honor at the April 25, 2007 conference, the parties met in person on May 2, 2007 to explore resolving this matter and the parties have been actively pursuing settlement since that date. The parties are hopeful that they will conclude a settlement of these matters and believe they can be most productive if they can focus their energies on this settlement effort. Accordingly, the parties respectfully request that Your Honor extend until May 29, 2007 the time within which to respond to all written discovery previously served by the parties on each other or third-parties (responses to which begin to come

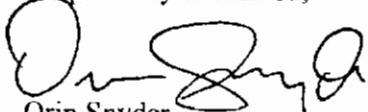
GIBSON, DUNN & CRUTCHER LLP

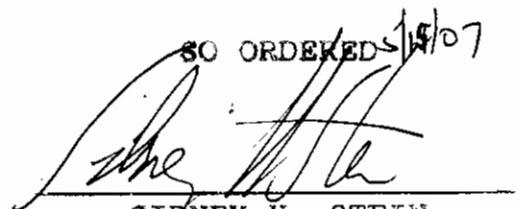
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due on May 15, 2007), and extend from June 25, 2007 until July 9, 2007 the time within which all discovery is to be concluded with respect to the declaratory judgment claims in these matters.

We thank the Court for its kind consideration of this request.

Respectfully submitted,


Orin Snyder


SO ORDERED 5/15/07
SIDNEY H. STEIN
U.S.D.J.

OS/gfl

cc: Ira S. Sacks, Esq.

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